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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

| | | |
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| ----- x | : | |
| In re: | : | Chapter 11 |
| | : | |
| CIRCUIT CITY STORES, INC., <u>et al.</u> , | : | Case No. 08-35653 (KRH) |
| | : | |
| Debtors. | : | |
| | : | Jointly Administered |
| ----- x | : | |

**THIRTEENTH ORDER REGARDING LIQUIDATING TRUST'S EIGHTH OMNIBUS
OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN
PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID
CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS,
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court¹ on the Liquidating Trust's Eighth Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit G attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference August 27, 2013 at 10:00 a.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner
Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
(804) 783-8300

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(212) 561-7700

*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, et al.

Case No. 08-35653 (KRH)

**Exhibit A to Thirteenth Order Regarding Liquidating Trust's Eighth Omnibus Objection to Landlord Claims
Alphabetical Listing of Claims for Which Status Conference Will Take Place on August 27, 2013**

| Claim Holder | Claim | Exhibit |
|---|-------|--|
| Alexander H Bobinski as Trustee under Trust No 001 c o Augustus C Epps Jr Esq Michael D Mueller Esq Jennifer M McLemore Esq Christian & Barton LLP 909 E Main St Ste 1200 Richmond, VA 23219 | 14248 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Alexander H Bobinski as Trustee under Trust No 1001 Augustus C Epps Jr Esq Christian & Barton LLP 909 E Main St Ste 1200 Richmond, VA 23219-3095 | 12498 | Exhibit C Reduction of Certain Partially Invalid Claims |
| BEV CON I LLC c o Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652 | 8786 | Exhibit C Reduction of Certain Partially Invalid Claims |
| BEV CON I LLC c o Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652 | 8786 | Exhibit F Late Filed Claims to be Expunged |
| Centro Properties Group t a County Line Plaza Jackson MS c o David L Pollock Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103 | 8100 | Exhibit E Invalid Claims to be Expunged |
| Centro Properties Group t a Midway Market Square Elyria OH c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103 | 8486 | Exhibit G Amended Claims to be Expunged |

| Claim Holder | Claim | Exhibit |
|---|-------|---|
| Centro Properties Group ta Chamberlain Plaza Meriden CT c o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103 | 12533 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Centro Properties Group ta Chamberlain Plaza Meriden CT c o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103 | 12538 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Centro Properties Group ta Midway Market Square Elyria OH c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103 | 12532 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Centro Properties Group ta Midway Market Square Elyria OH c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103 | 12531 | Exhibit C Reduction of Certain Partially Invalid Claims |
| CMAT 1999 C2 Lawence Road LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131 | 12077 | Exhibit C Reduction of Certain Partially Invalid Claims |
| CMAT 1999 C2 Ridgeland Retail LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131 | 11958 | Exhibit C Reduction of Certain Partially Invalid Claims |

| Claim Holder | Claim | Exhibit |
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| CWCapital Asset Management LLC, as Special Servicer for Bank of America N A Demetrios Morakis Capmark Finance, Inc. 701 13th St. NW, Ste. 1000 Washington, DC 20005 | 12832 | Exhibit E Invalid Claims to be Expunged |
| CWCapital Asset Management LLC, as Special Servicer for Bank of America NA, Successor by Merger to LaSalle Bank NA, as Trustee for the Holders of Nomura Asset Securities Corporation Commercial Mortgage Pass Through Certificates Series 1998 D6 Attn: Lawrence A. Katz and Kristen E. Burgers 8010 Towers Crescent Dr., Ste. 300 Vienna, VA 22182-2707 | 13950 | Exhibit E Invalid Claims to be Expunged |
| First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178 | 14901 | Exhibit C Reduction of Certain Partially Invalid Claims |
| First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178 | 14901 | Exhibit D Claims to be Reclassified |
| First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178 | 13441 | Exhibit C Reduction of Certain Partially Invalid Claims |
| First Berkshire Properties LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178 | 13444 | Exhibit G Amended Claims to be Expunged |
| Janaf Shops LLC Attn: Adam K. Keith Honigman Miller Schwartz & Cohn LLP 660 Woodward Ave. 2290 First National Bldg. Detroit, MI 48226-3506 | 14511 | Exhibit C Reduction of Certain Partially Invalid Claims |

| Claim Holder | Claim | Exhibit |
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| Janaf Shops LLC Attn: Adam K. Keith Honigman Miller Schwartz & Cohn LLP 660 Woodward Ave. 2290 First National Bldg. Detroit, MI 48226-3506 | 14284 | Exhibit E Invalid Claims to be Expunged |
| JUBILEE-SPRINGDALE, LLC Attention: Kimberly A. Pierro, ESQ. Kutak Rock LLP 1111 E. Main Street, STE 800 Richmond, VA 23219 | 12771 | Exhibit G Amended Claims to be Expunged |
| MAIN STREET AT EXTON LP 120 W GERMANTOWN PIKE STE 120 PLYMOUTH MEETING, PA 19462 | 12421 | Exhibit C Reduction of Certain Partially Invalid Claims |
| MAIN STREET AT EXTON LP 120 W GERMANTOWN PIKE STE 120 PLYMOUTH MEETING, PA 19462 | 12614 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Morgan Hill Retail Venture LP Pepler Mastromonaco LLP Attn Frank T Pepler 100 First St 25th Fl San Fransisco, CA 94105 | 10265 | Exhibit C Reduction of Certain Partially Invalid Claims |
| NORTH PLAINFIELD VF LLC C O VORNADO REALTY TRUST 210 RTE 4 E PARAMUS, NJ 07652 | 8723 | Exhibit C Reduction of Certain Partially Invalid Claims |
| North Plainfield VF LLC Vornado Realty Trust PO Box 31594 Hartford, CT 06150-1594 | 13928 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Pacific Harbor Equities LLC c o Hope Properties 3000 Pablo Kisel Blvd Ste 300C Brownsville, TX 78526 | 12379 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Raymond & Main Retail LLC c o William A Trey Wood III Bracewell & Giuliani LLP 711 Louisiana St Ste 2300 Houston, TX 77002 | 8985 | Exhibit E Invalid Claims to be Expunged |
| Raymond & Main Retail LLC c o William A Trey Wood III Bracewell & Giuliani LLP 711 Louisiana St Ste 2300 Houston, TX 77002 | 8988 | Exhibit E Invalid Claims to be Expunged |

| Claim Holder | Claim | Exhibit |
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| Ronus Meyerland Plaza LP attn: Laurance J Warco Sutherland Asbill & Brennan LLP 999 Peachtree St NE Atlanta, Georgia 30309-3996 | 12424 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Schiffman Circuit Props Matthew W Grimshaw Rutan & Tucker LLP 611 Anton Blvd Ste 1400 Costa Mesa, CA 92626 | 2623 | Exhibit D Claims to be Reclassified |
| Schiffman Circuit Props Matthew W Grimshaw Rutan & Tucker LLP 611 Anton Blvd Ste 1400 Costa Mesa, CA 92626 | 2623 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Schottenstein Property Group Inc Peter J Barrett and Loc Pfeiffer Kutak Rock LLP Bank of America Center 1111 E Main St Ste 800 Richmond , VA 23219-3500 | 13166 | Exhibit C Reduction of Certain Partially Invalid Claims |
| Schottenstein Property Group Inc Peter J Barrett and Loc Pfeiffer Kutak Rock LLP Bank of America Center 1111 E Main St Ste 800 Richmond , VA 23219-3500 | 13166 | Exhibit E Invalid Claims to be Expunged |
| WEC 99A 1 LLC c o Midland Loan Services Inc a Delaware Corporation c o Katharine Battaia Thompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201 | 12685 | Exhibit E Invalid Claims to be Expunged |
| WEC 99A 1 LLC c o Katharine Battaia Thompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201 | 14249 | Exhibit E Invalid Claims to be Expunged |
| WEC 99A 3 LLC Acting by and through Midland Loan Services Inc c o Katharine Battaia Thompson and Knight LLP Dallas, TX 75201 | 14135 | Exhibit E Invalid Claims to be Expunged |

| Claim Holder | Claim | Exhibit |
|---|-------|--|
| WEC 99A 3 LLC c o Midland Loan Services Inc a Delaware Corporation c o Katharine Battaia Thompson and Knight LLP 1722 Routh St Ste 1500 Dallas, TX 75201 | 12851 | Exhibit E Invalid Claims to be Expunged |